

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ACE HARDWARE CORPORATION,)	
)	
Plaintiff,)	Case No. 09 CV 66
)	
v.)	
)	
CELEBRATION ACE HARDWARE, LLC,)	
SHERI DEVITO, DAVID MICALE,)	
CAROL MICALE, DEANNA BENETTI,)	
MATTHEW BENETTI and the DEVITO)	
REVOCABLE TRUST)	
)	
Defendants.)	

PLAINTIFF'S MOTION FOR ENTRY OF JUDGMENT

Plaintiff, Ace Hardware Corporation ("Ace") pursuant to Rule 55(b)(2) of the Federal Rules of Civil Procedure, respectfully moves this Court to enter judgment against the Devito Revocable Trust ("DRT") and Celebration Ace Hardware LLC ("Celebration") in the amount of \$723,702.75. In support thereof, Plaintiff states as follows:

1. On April 7, 2009, a default finding was entered against Celebration and DRT. [See Docket #26] and this Court set a hearing for prove up of damages to April 28, 2009.
2. As set forth in the Declaration of Gordon Hampton (Exhibit 1) the sum of \$719,955.16 is owed to Plaintiff from Celebration and DRT.
3. An additional \$3,747.59 in attorney's fees and costs is requested and is supported by the Declaration of David J. Fish, attached as Exhibit 2. Attorneys' fees and costs are available to Plaintiff as against Celebration by virtue of the following contracts attached to the Complaint: Article III, Section 3 of Exhibit D and Section 8.04(b) of Exhibit B. The Devito Revocable Trust guaranteed Celebration's payment obligations in Exhibit E to the Complaint.

4. The obligations detailed in Exhibits 1 and 2 are summarized as follows:

(a)	Merchandise and Services	\$206,293.87
(b)	Losses relating to Equity Match Loan Agreement:	271,337.80
(c)	Losses relating to Incentive Agreement	193,500.00
(d)	Use of Ace's Trademark, service marks & logos	60,000.00
(e)	Attorneys Fees and Costs	3,747.59
(f)	Credit Provided For Patronage Dividend	(11,176.51)

TOTAL: \$723,702.75

Wherefore, Plaintiff requests judgment against the Devito Revocable Trust ("DRT") and Celebration Ace Hardware LLC ("Celebration") in the amount of \$723,702.75.

Dated: April 21, 2009

Respectfully submitted,
ACE HARDWARE CORPORATION

By: /s/ David J. Fish
One of its Attorneys

Shawn M. Collins
THE COLLINS LAW FIRM, P.C.
1770 North Park Street, Suite 200
Naperville, Illinois 60563
(630) 527-1595

David J. Fish
THE FISH LAW FIRM, P.C.
1770 N. Park Street, Suite 202
Naperville, IL 60563
(630) 355-7590

EXHIBIT 1

1. My name is Gordon Hampton. I am over the age of twenty-one, I am competent to make this Declaration, and I have personal knowledge of the matters set forth herein.
2. I have been employed by Ace Hardware Corporation (hereafter "Ace") for over 18 years. My current title is Regional Credit Manager and I previously held the position of Senior Credit Analyst. I am responsible for overseeing the extension of credit to Ace's member stores and also collecting money that is owed to Ace by its member stores. I graduated from Illinois State University. I have attended many seminars that relate to my job over the past 18 years, including seminars on the topics of bankruptcy and credit. I have overseen the financial performance, and monitored the credit of thousands of stores since working with Ace.
3. I have reviewed the Complaint filed in this case and believe its allegations to be true and correct.

4. I am familiar with Defendant Celebration Ace Hardware LLC ("Celebration") and the status of its account with Ace. Attached hereto as Exhibit 1 is a true and correct copy of Celebration's current statement of account. Celebration currently owes to Ace the sum of \$206,293.87. The amount owed is for merchandise and services that Celebration Ace Hardware LLC purchased from Ace within the past 3 years, along with late charges. Celebration agreed to pay for these obligations in one its contracts with us which is called the Ace Hardware Membership Agreement. A true and correct copy of Celebration's Ace Hardware Membership Agreement is attached to the Complaint as Exhibit A.

5. In addition, on or about February 2, 2007, Ace and Celebration entered into the Equity Match Loan Agreement and promissory note pursuant to which Ace, among other things, agreed to lend money to Celebration and Celebration executed a Promissory Note promising to repay the loan plus interest. The Equity Match Loan Agreement and Promissory Note are attached to the Complaint as Exhibit B. Celebration has failed to repay to Ace its obligations under the Equity Match Loan Agreement and promissory note and the total amount currently owed is \$271,337.80.

6. On or about February 1, 2007, Ace and Celebration entered into the Incentive Agreement under which Ace agreed, among other things, to provide \$215,000 to Celebration to purchase inventory for its operating location. A copy of the Incentive Agreement is attached to the Complaint as Exhibit C. Pursuant to the Incentive Agreement, if Celebration did not remain in good standing under the Ace Agreement for a period of 5 years, Celebration was obligated to repay to Ace the \$215,000, minus a prorated portion of that amount for the time it was in good standing. Celebration was in good standing under the Ace Agreement for less than 10% of the 5

year period and, accordingly, is obligated to repay to Ace in excess of 90% of the \$215,000 credit, or \$193,500.00 under the terms and conditions of the Incentive Agreement.

7. Ace also entered into a contract with celebration called the Ace Brand Agreement. Under the Ace Brand Agreement, Celebration was provided a license to use certain Ace trademarks, but also agreed that it would cease using and remove all Ace trademarks, service marks, and logos upon termination of the parties' relationship. Celebration's Ace relationship terminated on or about October 13, 2008, but Celebration continued to display Ace signage on its property. I personally saw that Ace signage was still present on Celebration's operating location in early April 2009. Pursuant to the Ace Brand Agreement, Celebration is obligated to pay to Ace the sum of \$10,000 per month for its continued use of Ace's trademarks, service marks, and logos after the parties' relationship terminates. Accordingly, an additional \$60,000.00 is owed to Ace under the Ace Brand Agreement.

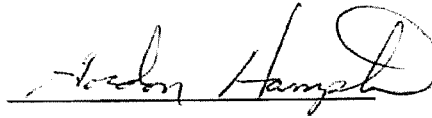
8. On or about December 19, 2007, the DeVito Revocable Trust and Ace entered into a Corporate Guaranty, a copy of which is attached to the Complaint as Exhibit E. Under the Corporate Guaranty, the DeVito Revocable Trust guaranteed to Ace the payment of Celebration's financial obligations. The DeVito Revocable Trust has not paid Ace for Celebration's obligations under the DeVito Guaranty of Credit.

9. Accordingly, the total amount of money owed to Ace from both Celebration and The DeVito Revocable Trust is \$731,131.67.

10. Celebration became entitled to receive a patronage dividend last year in the amount of \$11,176.51. To be conservative, I have offset this amount against the \$731,131.67, so the total owed is now \$719,955.16.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 17, 2009



Gordon Hampton

Subscribed and Sworn To Before Me This

17th day of April 2009.



BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 1

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
							HARDWARE ITEMS			
							PAST DUE ITEMS (HARDWARE)			
							PAYMENT ON ACCOUNT		20,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		22,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		22,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		10,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		10,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		5,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		5,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		25,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		5,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		15,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		15,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		7,500.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		9,061.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		6,808.16CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		7,500.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		6,827.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		6,100.72CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		6,100.72CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		6,172.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		1,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		1,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		1,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		1,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		1,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		5,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		9,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		4,844.22CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		10,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		5,444.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		6,000.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		5,200.00CR	*SEE NOTE1
							PAYMENT ON ACCOUNT		11,000.00CR	*SEE NOTE1

* INDICATES FIRST TIME BILLING APPEARS ON STATEMENT

FORM 7517E

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Ex 1 to Go Hampton Dec.

BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

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STATEMENT DUE DATE 12/08/08 PAGE: 2

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14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
04/14/08	03/27/08		003401940M1	68041320RI			DEBIT/CREDIT REBILL		4,477.33CR	
04/14/08	03/24/08		14427CEF2829	67979400RI			WHSE CLAIM ADJ		64.82CR	
04/14/08	03/24/08		14427CEF2829	67979401RI			WHSE CLAIM ADJ		138.20CR	
04/14/08	03/27/08		14427CWF2829	68042383RI			WHSE CLAIM ADJ		0.84CR	
04/14/08	04/02/08		14427DAFA	68131514RI			WHSE ORDER		7.88CR	
04/14/08	03/26/08		1442708086H10	68027006RI			BANKCARD RECAP		29.38CR	
04/28/08	04/09/08			68208527RI			FLORIDA SALES TAX ADJ		374.00CR	
04/28/08	04/07/08		14427B4F2829	68171386RI			WHSE CLAIM ADJ		209.09CR	
04/28/08	04/07/08		14427B4F2829	68171389RI			WHSE CLAIM ADJ		178.86CR	
04/28/08	04/07/08		14427CEF2829	68171388RI			WHSE CLAIM ADJ		83.89CR	
04/28/08	04/07/08		14427CWF2829	68171385RI			WHSE CLAIM ADJ		472.23CR	
04/28/08	04/07/08		14427CWF2829	68171387RI			WHSE CLAIM ADJ		1,036.24CR	
04/28/08	04/06/08		14427C3F282	68166372RI			WHSE CLAIM ADJ		0.86CR	
04/28/08	04/16/08		14427DAF2829	68310999RI			WHSE CLAIM ADJ		172.02CR	
04/28/08	04/09/08		14427DHFA	68229509RI			WHSE ORDER		14.16CR	
04/28/08	04/16/08		14427DRFA	68331419RI			WHSE ORDER		0.84CR	
04/28/08	04/17/08		8488175533ACE	68339881RI			ACEHARDWARE.COM REFERRAL		2.21CR	
05/12/08	04/24/08		14427DHF2829	68448823RI			WHSE CLAIM ADJ		34.12CR	
05/12/08	04/24/08		14427DHF2829	68448824RI			WHSE CLAIM ADJ		242.14CR	
05/12/08	04/25/08		14427D2FA	68478499RI			WHSE ORDER		3.11CR	
05/12/08	04/30/08		14427D7FA	68539586RI			WHSE ORDER		45.07CR	
05/12/08	05/01/08		144270430081C	68548414RI			CO-OP ADV WEEKLY BILLING		623.70CR	
05/12/08	05/01/08		144270430082C	68548415RI			CO-OP ADV WEEKLY BILLING		617.04CR	
05/12/08	05/01/08		8510861013ACE	68542954RI			ACEHARDWARE.COM REFERRAL		4.96CR	
05/26/08	05/14/08		DF14427135A	68726779RI			DEFECTIVE GOODS CREDIT		41.27CR	
05/26/08	05/14/08		DF14427135I	68726780RI			DEFECTIVE GOODS CREDIT		21.14CR	
05/26/08	05/07/08		14427TEFFA	68632686RI			WHSE ORDER		11.84CR	
05/26/08	05/14/08		14427ENFA	68736008RI			WHSE ORDER		24.37CR	
05/26/08	05/15/08		9256417134ACE	68739191RI			ACEHARDWARE.COM REFERRAL		2.22CR	
06/09/08	05/21/08		DF14427142A	68821243RI			DEFECTIVE GOODS CREDIT		127.23CR	
06/09/08	05/21/08		DF14427142A1	68821244RI			DEFECTIVE GOODS CREDIT		10.47CR	
06/09/08	05/21/08		DF14427142I	68821245RI			DEFECTIVE GOODS CREDIT		35.34CR	
06/09/08	05/28/08		DF14427149A	68923025RI			DEFECTIVE GOODS CREDIT		35.20CR	
06/09/08	05/28/08		DF14427149I	68923026RI			DEFECTIVE GOODS CREDIT		6.32CR	
06/09/08	05/22/08		14427DHF2829	68841933RI			WHSE CLAIM ADJ		17.16CR	
06/09/08	05/22/08		14427DZF2829	68841930RI			WHSE CLAIM ADJ		62.14CR	
06/09/08	05/22/08		14427D7F2829	68841931RI			WHSE CLAIM ADJ		367.40CR	
06/09/08	05/22/08		14427EFF2829	68841932RI			WHSE CLAIM ADJ		172.02CR	

* INDICATES FIRST TIME BILLING APPEARS ON STATEMENT

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BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100

6301990-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 3

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
06/09/08	05/23/08	14427-4	4380392480	68858881R1	17783	5332071	BENJAMIN MOORE & CO		502.56CR	
06/09/08	05/23/08	14427-4	4380392481	68858882R1	17783	5332072	BENJAMIN MOORE & CO		62.34CR	
06/23/08	05/29/08		9284760194ACE	68935342R1			ACEHARDWARE.COM REFERRAL		7.17CR	
06/23/08	06/04/08		DF14427156A	69012372R1			DEFECTIVE GOODS CREDIT		31.42CR	
06/23/08	06/04/08		DF14427156A1	69012373R1			DEFECTIVE GOODS CREDIT		2.87CR	
06/23/08	06/11/08		DF14427163A	69107597R1			DEFECTIVE GOODS CREDIT		41.42CR	
06/23/08	06/11/08		DF14427163I	69107598R1			DEFECTIVE GOODS CREDIT		9.91CR	
06/23/08	06/05/08		144270604081C	69030911R1			CO-OP ADV WEEKLY BILLING		17.16CR	
06/23/08	06/12/08		8610748463ACE	69120515R1			ACEHARDWARE.COM REFERRAL		1.40CR	
06/23/08	06/12/08		8641808533ACE	69120516R1			ACEHARDWARE.COM REFERRAL		4.32CR	
07/07/08	06/25/08		DF14427177A	69301831R1			DEFECTIVE GOODS CREDIT		39.89CR	
07/07/08	06/25/08		DF14427177I	69301832R1			DEFECTIVE GOODS CREDIT		11.85CR	
07/07/08	06/17/08		14427EYFO0898	69172112R1			WHSE CLAIM ADJ		375.77CR	
07/07/08	06/26/08		8647558893ACE	69314723R1			ACEHARDWARE.COM REFERRAL		3.66CR	
07/07/08	06/26/08		8696742623ACE	69314724R1			ACEHARDWARE.COM REFERRAL		10.40CR	
07/07/08	06/17/08	XJ041646	91589194	69179726R1	53765	3388002	LEANIN'TREE INC		36.54CR	
07/21/08	07/02/08		DF14427184A	69389839R1			DEFECTIVE GOODS CREDIT		13.14CR	
07/21/08	07/02/08		DF14427184I	69389840R1			DEFECTIVE GOODS CREDIT		38.01CR	
07/21/08	07/09/08		DF14427191A	69475794R1			DEFECTIVE GOODS CREDIT		102.75CR	
07/21/08	07/09/08		DF14427191I	69475795R1			DEFECTIVE GOODS CREDIT		9.14CR	
08/04/08	07/16/08		DF14427198I	69573917R1			DEFECTIVE GOODS CREDIT		28.26CR	
08/04/08	07/23/08		DF14427205A	69676995R1			DEFECTIVE GOODS CREDIT		31.77CR	
08/04/08	07/23/08		DF14427205I	69676996R1			DEFECTIVE GOODS CREDIT		4.63CR	
08/04/08	07/14/08	NO.21711	1340276	69538771R1	37757	3215041	HILLMAN FASTENER CORP		16.30CR	
08/04/08	07/17/08		14427GXP1260	69592772R1			WHSE CLAIM ADJ		17.67CR	
08/18/08	07/30/08		DF14427212A	69764740R1			DEFECTIVE GOODS CREDIT		26.23CR	
08/18/08	07/31/08		144270730081C	69782749R1			CO-OP ADV WEEKLY BILLING		18.68CR	
08/18/08	08/07/08		144270806081C	69869129R1			CO-OP ADV WEEKLY BILLING		43.34CR	
08/18/08	08/07/08		8803018973ACE	69863108R1			ACEHARDWARE.COM REFERRAL		3.78CR	
09/01/08	08/20/08		DF14427233A	70031019R1			DEFECTIVE GOODS CREDIT		45.10CR	
09/01/08	08/09/08		14427AJFO0895	69891927R1			WHSE CLAIM ADJ		153.70CR	
09/01/08	08/09/08		14427AJFO0898	69891926R1			WHSE CLAIM ADJ		26.20CR	
09/01/08	08/09/08		14427AJF84123	69891930R1			WHSE CLAIM ADJ		37.23CR	
09/01/08	08/09/08		14427AJF86321	69891928R1			WHSE CLAIM ADJ		114.33CR	
09/01/08	08/09/08		14427FCFO0898	69891924R1			WHSE CLAIM ADJ		116.09CR	
09/01/08	08/09/08		14427FCF55898	69891928R1			WHSE CLAIM ADJ		16.96CR	
09/01/08	08/09/08		14427FKFO0898	69891925R1			WHSE CLAIM ADJ		42.10CR	
09/01/08	08/09/08		14427GDF00898	69891923R1			WHSE CLAIM ADJ		122.49CR	

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* INDICATES FIRST TIME BILLING APPEARS ON STATEMENT

BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)950-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 4

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
09/01/08	08/09/08		14427GRF88985	69891931RI			WHSE CLAIM ADJ		46.97CR	
09/01/08	08/13/08		14427HMF8	69951932RI			WHSE ORDER		4.70CR	
09/01/08	08/20/08		14427HXFA	70039683RI			WHSE ORDER		0.69CR	
09/01/08	08/14/08		144270813081C	69961723RI			CO-OP ADV WEEKLY BILLING		41.67CR	
09/01/08	08/21/08		8831121073ACE	70047972RI			ACEHARDWARE.COM REFERRAL		3.06CR	
09/01/08	08/21/08		9428234204ACE	70047971RI			ACEHARDWARE.COM REFERRAL		11.25CR	
09/01/08	08/21/08		9455132804ACE	70047973RI			ACEHARDWARE.COM REFERRAL		2.04CR	
09/15/08	09/03/08		DF 14427247A	70308767RI			DEFECTIVE GOODS CREDIT		157.76CR	
09/15/08	08/30/08		14427FKF00898	70172197RI			WHSE CLAIM ADJ		83.62CR	
09/15/08	08/30/08		14427HEF00898	70172196RI			WHSE CLAIM ADJ		337.91CR	
09/15/08	09/10/08		14427HMF00898	70176305RI			WHSE CLAIM ADJ		147.27CR	
09/15/08	09/02/08		14427H4F00898	70189145RI			WHSE CLAIM ADJ		5.58CR	
09/15/08	08/28/08		144270827081C	70149858RI			CO-OP ADV WEEKLY BILLING		14.96CR	
09/15/08	09/04/08		8853364453ACE	70218936RI			ACEHARDWARE.COM REFERRAL		4.49CR	
09/15/08	09/04/08		9479124224ACE	70218935RI			ACEHARDWARE.COM REFERRAL		7.05CR	
09/29/08	09/10/08		DF 14427254A	70297825RI			DEFECTIVE GOODS CREDIT		25.00CR	
09/29/08	09/17/08		DF 14427261A	70388852RI			DEFECTIVE GOODS CREDIT		15.86CR	
09/29/08	09/18/08		8877015553ACE	70404081RI			ACEHARDWARE.COM REFERRAL		8.96CR	
09/29/08	09/17/08	XJ094115	91689793	70391806RI	53765	4005004	LEANIN'TREE INC		152.49CR	
09/29/08	09/18/08		9519855574ACE	70404082RI			ACEHARDWARE.COM REFERRAL		8.35CR	
10/13/08	09/24/08		DF 14427268A	70493962RI			DEFECTIVE GOODS CREDIT		29.57CR	
10/13/08	09/24/08		DF 14427268I	70493963RI			DEFECTIVE GOODS CREDIT		0.77CR	
10/13/08	10/02/08		8907179563ACE	70601651RI			ACEHARDWARE.COM REFERRAL		1.01CR	
10/13/08	09/26/08	XJ093983	91700070	70534892RI	53765	5615006	LEANIN'TREE INC		367.20CR	
10/13/08	10/02/08		9500539484ACE	70601650RI			ACEHARDWARE.COM REFERRAL		3.20CR	
10/27/08	10/08/08		DF 14427282A	70578860RI			DEFECTIVE GOODS CREDIT		14.19CR	
10/27/08	10/15/08		DF 14427289A	70782940RI			DEFECTIVE GOODS CREDIT		9.71CR	
10/27/08	10/09/08		144271008081C	70699819RI			CO-OP ADV WEEKLY BILLING		21.23CR	
10/27/08	10/16/08		144271015081C	70802843RI			CO-OP ADV WEEKLY BILLING		15.24CR	
11/10/08	10/22/08			70870586RI			STOCK SUB CLASS A		1,000.00CR	
11/10/08	10/22/08			70870587RI			STOCK SUB CLASS CD		4,000.00CR	
11/10/08	10/22/08		DF 14427296A	70878352RI			DEFECTIVE GOODS CREDIT		14.05CR	
11/10/08	10/27/08		144278051027	70931744RI			POLICY A DEF MDSE CR		25.29CR	
04/14/08	03/28/08			68059118RI			POS RENTAL EQUIPMENT		749.00	
04/14/08	04/04/08			68165087RI			BRAND ASSESSMENT		384.62	
04/14/08	02/15/08	14427CHUCK	B117635	67471378RI	75643	3548001	WESTINGHOUSE LIGHTING CO		2,791.11	
04/14/08	03/25/08		CRS1442708085	67999003RI			CORE RETAIL SERVICES		168.14	
04/14/08	03/25/08		CRS1442708085	67999004RI			E4W MAINTENANCE & SUPPORT		654.23	

* INDICATES FIRST TIME BILLING APPEARS ON STATEMENT

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BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

CELEBRATION FL
34747

STATEMENT DATE 11/28/08 STATEMENT # 04048483
STATEMENT DUE DATE 12/08/08 PAGE: 5

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
04'14'08	08'03'07		P144272151	64716157RI			PAINTMAKER BILLING - TAXABLE		591.25	
04'14'08	08'03'07		P144272151	64716157RI			TAX AMOUNT ON P144272151		41.39	
04'14'08	03'27'08		00340194DM1	68041319RI			DEBIT/CREDIT REBILL		94,023.93	
04'14'08	03'26'08		14427C3FD	68027005RI			ACE FREIGHT		174.41	
04'14'08	03'26'08		14427C4F06	68038035RI			WHSE ORDER		22.20	
04'14'08	04'02'08		14427DAFD	68121149RI			ACE FREIGHT		608.69	
04'14'08	04'01'08		14427DAFWP	68106481RI			WHSE PAINT ORDER		932.08	
04'14'08	04'01'08		14427DARTX	68111230RI			WHSE ORDER - TAXABLE		107.84	
04'14'08	04'01'08		14427DARTX	68111230RI			TAX AMOUNT ON 14427DARTX		7.55	
04'14'08	04'02'08		14427DBF	68131515RI			WHSE ORDER		754.58	
04'14'08	04'02'08		14427DPB8101P	68127031RI	45551		PAINT PLANT ORDER - TAXABLE		29.73	
04'14'08	04'02'08	EC1442732	14427DPB8101P	68127031RI	45551		TAX AMOUNT ON 14427DPB8101P		2.08	
04'14'08	01'23'08		1442701238006	67142222RI			VISUAL MERCHANDISING		423.07	
04'14'08	11'01'07		1442711017012	65984569RI			VISUAL MERCHANDISING		401.92	
04'14'08	03'07'08		1442720200003	67757188RI			COLOR YOUR LIFE PURCHASE		514.10	
04'14'08	03'07'08		1442730010003	67757200RI			COLOR YOUR LIFE-FRT		55.53	
04'14'08	03'05'08		1442730020003	67718414RI			INTERIOR DECOR-FRT		163.01	
04'14'08	03'05'08		1442786303003	67718402RI			INTERIOR DECOR PURCHASE		1,246.37	
04'14'08	03'07'08	LISA	4306701950	67758956RI	17783	3082090	BENJAMIN MOORE & CO		1,539.21	
04'14'08	03'11'08	LISA	4306701970	67796744RI	17783	4012016	BENJAMIN MOORE & CO		49.12	
04'14'08	03'21'08	1002	4306713760	67959369RI	17783	3261043	BENJAMIN MOORE & CO		147.35	
04'14'08	03'25'08	14427	5314681	68005124RI	78329	5018030	QUICKRETE COMPANIES LTL PLUS		668.30	
04'14'08	03'17'08	14427/XJ00	5600059768	67881777RI	54194	3619012	OLDCASTLE LAWN AND GARDEN LTL PLUS		2,713.89	
04'28'08	04'18'08			68373355RI			BRAND ASSESSMENT		384.62	
04'28'08	04'17'08		CAH300	68331816RI			V5669 PROTOBASE MERCHA		321.00	
04'28'08	03'10'08	22808	ED1426144	67786768RI	49218	3576015	GORILLA GLUE COMPANY THE		255.00	
04'28'08	04'18'08		PD14427108109	68371558RI			PAST DUE SERVICE CHARGE		691.39	
04'28'08	01'15'08		02348994SV004	67012408RI			CEN FLORIDA OB MATCH FUND		200.00	
04'28'08	04'07'08	20080402	1011942	68181823RI	37757	5149123	HILLMAN FASTENER CORP		275.47	
04'28'08	04'07'08	20080402	1014001	68181824RI	37757	5151083	HILLMAN FASTENER CORP		82.43	
04'28'08	04'08'08		1442784F2829	68192311RI			WHSE CLAIM ADJ		55.08	
04'28'08	03'11'08		14427GLFP6	67812201RI			WHSE ORDER		68.13	
04'28'08	03'18'08		14427CWFP6	67909747RI			WHSE ORDER		134.82	
04'28'08	03'25'08		14427C3FP6	68013048RI			WHSE ORDER		34.38	
04'28'08	04'01'08		14427DAFP6	68111228RI			WHSE ORDER		281.95	
04'28'08	04'08'08		14427DHF	68206443RI			WHSE ORDER		5,323.27	
04'28'08	04'08'08		14427DHF	68218651RI			ACE FREIGHT		118.88	
04'28'08	04'08'08		14427DHF6	68206444RI			WHSE ORDER		62.87	

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BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

STATEMENT OF ACCOUNT FOR STORE: 14427
STATEMENT DATE 11/28/08 STATEMENT # 04048483
STATEMENT DUE DATE 12/08/08 PAGE: 6

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
04/28/08	04/08/08		14427DHFWP	68201116RI			WHSE PAINT ORDER		383.38	
04/28/08	04/14/08		14427DHFOO1	68273330RI			WILL CALL ORDER		101.19	
04/28/08	04/08/08		14427DHRTH	68206446RI			WHSE ORDER - TAXABLE		81.30	
04/28/08	04/08/08		14427DHRTH	68206446RI			TAX AMOUNT ON 14427DHRTH		5.70	
04/28/08	04/09/08		14427DJUS	68228510RI			WHSE ORDER		1.20	
04/28/08	04/15/08		14427DRF	68308016RI			WHSE ORDER		13,997.23	
04/28/08	04/16/08		14427DRFD	68319899RI			ACE FREIGHT		332.51	
04/28/08	04/15/08		14427DRFP6	68308017RI			WHSE ORDER		256.34	
04/28/08	04/16/08		14427DTRTX04	68331420RI			WHSE ORDER - TAXABLE		56.64	
04/28/08	04/16/08		14427DTRTX04	68331420RI			TAX AMOUNT ON 14427DTRTX04		3.96	
04/28/08	04/16/08		14427DTR04	68331421RI			UPS FREIGHT CHARGE (SDA)		5.40	
04/28/08	01/23/08		144270123B007	67142223RI			VISUAL MERCHANDISING		423.07	
04/28/08	04/09/08		14427081000CT	68208526RI			ACE REWARDS PROGRAM CHG		235.41	
04/28/08	04/15/08		1442708105H2U	68299323RI			BANKCARD NON-QUAL CHG		24.71	
04/28/08	11/01/07		1442711017013	65984570RI			VISUAL MERCHANDISING		401.92	
04/28/08	03/07/08		1442720200004	67757199RI			COLOR YOUR LIFE PURCHASE		514.10	
04/28/08	03/07/08		1442730010004	67757201RI			COLOR YOUR LIFE-FRT		55.53	
04/28/08	03/05/08		1442730020004	67718415RI			INTERIOR DECOR-FRT		163.01	
04/28/08	04/08/08		14427809HCFE	68190935RI			ACE REWARDS PROGRAM CHG		378.16	
04/28/08	03/05/08		1442786303004	67718403RI			INTERIOR DECOR PURCHASE		1,246.37	
05/12/08	05/02/08			68575411RI			BRAND ASSESSMENT		384.62	
05/12/08	04/22/08		CRS1442708113	68401605RI			CORE RETAIL SERVICES		168.14	
05/12/08	04/22/08		CRS1442708113	68401606RI			E4W MAINTENANCE & SUPPORT		654.23	
05/12/08	05/02/08		PD14427108123	68573625RI			PAST DUE SERVICE CHARGE		429.75	
05/12/08	08/03/07		P14427215U	64716158RI			PAINTMAKER BILLING - TAXABLE		591.25	
05/12/08	08/03/07		P14427215U	64716158RI			TAX AMOUNT ON P14427215J		41.39	
05/12/08	04/28/08	110	00258148	68497526RI	64085	4513002	HAMPTON PRODUCTS INTERNATIONAL		1,009.10	
05/12/08	02/19/08	14427	059478056	67510609RI	3784	3900002	SHURLINE		7.57	
05/12/08	04/22/08		14427DOF	68417022RI			WHSE ORDER		4,753.97	
05/12/08	04/23/08		14427DOFD	68432979RI			ACE FREIGHT		131.59	
05/12/08	04/22/08		14427DOFP6	68417023RI			WHSE ORDER		88.28	
05/12/08	04/22/08		14427DOFTX	68417025RI			WHSE ORDER - TAXABLE		4.05	
05/12/08	04/22/08		14427DOFTX	68417025RI			TAX AMOUNT ON 14427DOFTX		0.29	
05/12/08	04/23/08		14427D1F	68443335RI			WHSE ORDER		402.93	
05/12/08	04/23/08		14427D1X04	68443336RI			WHSE ORDER		57.15	
05/12/08	04/24/08		14427D2F	68464501RI			WHSE ORDER		11,961.57	
05/12/08	04/25/08		14427D2FD	68471473RI			ACE FREIGHT		284.29	
05/12/08	04/24/08		14427D2X01	68464504RI			WHSE ORDER		54.72	

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BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 16301990-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 7

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
05'12'08	04'25'08		14427D3S	68478500RI			WHSE ORDER		3.88	
05'12'08	04'29'08		14427D7F	68518072RI			WHSE ORDER		13,322.80	
05'12'08	04'30'08		14427D7FD	68528924RI			ACE FREIGHT		312.67	
05'12'08	04'29'08		14427D7RTX	68518074RI			WHSE ORDER - TAXABLE		170.74	
05'12'08	04'29'08		14427D7RTX	68518074RI			TAX AMOUNT ON 14427D7RTX		11.95	
05'12'08	01'23'08		144270123800B	67142224RI			VISUAL MERCHANDISING		423.07	
05'12'08	04'24'08		1442708115UKJ	68447822RI			MINI SIGN KIT		26.75	
05'12'08	11'01'07		1442711017014	65984571RI			VISUAL MERCHANDISING		401.92	
05'12'08	03'07'08		1442722020005	67757190RI			COLOR YOUR LIFE PURCHASE		514.10	
05'12'08	03'07'08		1442730010005	67757202RI			COLOR YOUR LIFE-FRT		55.53	
05'12'08	03'05'08		1442730020005	67718416RI			INTERIOR DECOR-FRT		163.01	
05'12'08	03'05'08		1442786303005	67718404RI			INTERIOR DECOR PURCHASE		1,246.37	
05'12'08	03'28'08	14427	4306717220	68061296RI	17783	3257092	BENJAMIN MOORE & CO		10.00	
05'12'08	03'28'08	14427	4306725300	68061297RI	17783	3257124	BENJAMIN MOORE & CO		1,259.00	
05'12'08	03'28'08	14427-1	4306725890	68061298RI	17783	3257133	BENJAMIN MOORE & CO		1,502.72	
05'12'08	04'15'08	14427-3	4306742970	68292615RI	17783	3178032	BENJAMIN MOORE & CO		1,016.98	
05'12'08	04'15'08	14427-4	4306744760	68292616RI	17783	3178039	BENJAMIN MOORE & CO		317.71	
05'12'08	04'22'08	41808	4306754040	684036493RI	17783	4063051	BENJAMIN MOORE & CO		1,115.33	
05'12'08	03'17'08	CELEB03110	641487	67887649RI	16896	3250012	HY-KD PRODUCTS COMPANY		112.35	
05'12'08	04'11'08	14427/XJ15	6600064055	68257389RI	54194	5286008	OLDCASTLE LAWN AND GARDEN LTL PLUS		1,400.22	
05'12'08	03'27'08	013008	88030740	68047951RI	30318	1599046	SMITH & HAWKEN LTL PLUS		352.80	
05'12'08	03'27'08	020408	88030765	68047952RI	30318	1599040	SMITH & HAWKEN LTL PLUS		352.80	
05'12'08	03'12'08	XJ041645	91548781	67827932RI	53765	4927028	LEANIN'TREE INC		142.70	
05'12'08	05'16'08			68770989RI			BRAND ASSESSMENT		384.62	
05'12'08	05'16'08			68769206RI			PAST DUE SERVICE CHARGE		695.14	
05'12'08	05'05'08	14427-F	PD14427108137	68591254RI	64085	5265001	HAMPTON PRODUCTS INTERNATIONAL		510.07	
05'12'08	01'15'08		00259245	67012409RI			CEN FLORIDA 08 MATCH FUND		200.00	
05'12'08	05'07'08	140	1113986	68625775RI	37757	3408072	HILLMAN FASTENER CORP		532.32	
05'12'08	05'07'08	140	1115565	68625776RI	37757	3409142	HILLMAN FASTENER CORP		135.58	
05'12'08	04'08'08		14427DHFQ6	68206445RI			WHSE ORDER		108.12	
05'12'08	04'15'08		14427DRFQ6	68309018RI			WHSE ORDER		298.87	
05'12'08	04'15'08		14427DRFWP	68303344RI			WHSE PAINT ORDER		288.46	
05'12'08	04'22'08		14427DQFQ6	68417024RI			WHSE ORDER		93.48	
05'12'08	04'24'08		14427D2FQ6	68464502RI			WHSE ORDER		79.92	
05'12'08	04'24'08		14427D2FWP	68459234RI			WHSE PAINT ORDER		2,219.53	
05'12'08	05'08'08		14427D6FO01	68637617RI			WHSE CLAIM ADJ		269.91	
05'12'08	04'29'08		14427D7FQ6	68518073RI			WHSE ORDER		495.53	
05'12'08	04'29'08		14427D7FWP	68513028RI			WHSE PAINT ORDER		852.83	

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BILL TO:

CELEBRATION ACE HARDWARE
31 BLAKE BLVD



ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-8600

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 8

STORE LOCATION:

CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
05/26/08	05/06/08		14427EFF	68611603RI			WHSE ORDER		17,913.62	
05/26/08	05/07/08		14427EFFD	68621527RI			ACE FREIGHT		463.71	
05/26/08	05/06/08		14427EFFQ6	68611604RI			WHSE ORDER		376.45	
05/26/08	05/06/08		14427EFFTX	68611605RI			WHSE ORDER - TAXABLE		182.00	
05/26/08	05/06/08		14427EFFTX	68611605RI			TAX AMOUNT ON 14427EFFTX		12.74	
05/26/08	05/06/08		14427EFFWP	68608296RI			WHSE PAINT ORDER		4,002.78	
05/26/08	05/07/08		14427EGF	68632697RI			WHSE ORDER		61.02	
05/26/08	05/13/08		14427ENF	68716623RI			WHSE ORDER		9,474.04	
05/26/08	05/14/08		14427ENFD	68726781RI			ACE FREIGHT		338.43	
05/26/08	05/13/08		14427ENFQ6	68716624RI			WHSE ORDER		703.03	
05/26/08	05/13/08		14427ENRTX	68716626RI			WHSE ORDER - TAXABLE		80.75	
05/26/08	05/13/08		14427ENRTX	68716626RI			TAX AMOUNT ON 14427ENRTX		5.65	
05/26/08	01/23/08		14427O1238008	67142225RI			VISUAL MERCHANDISING		423.07	
05/26/08	05/13/08		14427O81340CT	68698810RI			ACE REWARDS PROGRAM CHG		19.28	
05/26/08	11/01/07		1442711017015	65984572RI			VISUAL MERCHANDISING		401.92	
05/26/08	03/07/08		1442722020006	67757191RI			COLOR YOUR LIFE PURCHASE		514.10	
05/26/08	03/07/08		1442730010006	67757203RI			COLOR YOUR LIFE-FRT		55.53	
05/26/08	03/05/08		1442730020006	67718417RI			INTERIOR DECOR-FRT		163.01	
05/26/08	03/05/08		144278134HCFE	68698811RI			ACE REWARDS PROGRAM CHG		378.16	
05/26/08	03/05/08		1442786303006	67718405RI			INTERIOR DECOR PURCHASE		1,246.37	
06/09/08	05/30/08			68965863RI			BRAND ASSESSMENT		384.62	
06/09/08	05/27/08		CRS1442708148	68896572RI			CORE RETAIL SERVICES		168.14	
06/09/08	05/27/08		CRS1442708148	68896573RI			E4W MAINTENANCE & SUPPORT		812.59	
06/09/08	04/21/08	14427FL	EDI432529	68383985RI	49218	3598034	GORILLA GLUE COMPANY THE		341.41	
06/09/08	05/30/08		PD14427108151	68964077RI			PAST DUE SERVICE CHARGE		786.67	
06/09/08	08/03/07		P14427215K	64716159RI			PAINTMAKER BILLING - TAXABLE		591.25	
06/09/08	08/03/07		P14427215K	64716159RI			TAX AMOUNT ON P14427215K		41.39	
06/09/08	05/29/08	20080527	1187375	68944480RI	37757	4133063	HILLMAN FASTENER CORP		11.92	
06/09/08	05/20/08		14427EYF	68808819RI			WHSE ORDER		6,183.19	
06/09/08	05/21/08		14427EYFD	68821246RI			ACE FREIGHT		169.14	
06/09/08	05/20/08		14427EYFTX	68808821RI			WHSE ORDER - TAXABLE		40.46	
06/09/08	05/20/08		14427EYFTX	68808821RI			TAX AMOUNT ON 14427EYFTX		2.83	
06/09/08	05/20/08		14427EYFWP	68803382RI			WHSE PAINT ORDER		257.08	
06/09/08	01/23/08		14427O1238010	67142226RI			VISUAL MERCHANDISING		423.07	
06/09/08	05/22/08		14427O8142UJL	68840574RI			ADVERTISING MTH BILLING		2,798.63	
06/09/08	11/01/07		1442711017016	65984573RI			VISUAL MERCHANDISING		401.92	
06/09/08	03/07/08		1442722020007	67757192RI			COLOR YOUR LIFE PURCHASE		514.10	
06/09/08	03/07/08		1442730010007	67757204RI			COLOR YOUR LIFE-FRT		55.53	

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BILL TO:

CELEBRATION ACE HARDWARE
31 BLAKE BLVDACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL

CELEBRATION FL
34747

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 9

PAYMENT DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
06/09/08	03/05/08		1442730020007	67718418RI			INTERIOR DECOR-FRT		163.01	
06/09/08	03/05/08		1442786303007	67718406RI			INTERIOR DECOR PURCHASE		1,246.37	
06/09/08	05/06/08	14427	4306771030	68598421RI	17783	5605024	BENJAMIN MOORE & CO		1,640.49	
06/09/08	05/01/08	030308	88030941	68549774RI	30318	1675042	SMITH & HAWKEN LTL PLUS		2,397.00	
06/23/08	06/13/08			68151317RI			BRAND ASSESSMENT		384.62	
06/23/08	06/13/08		PD14427108165	68149541RI			PAST DUE SERVICE CHARGE		720.44	
06/23/08	01/15/08		023489945V006	67012410RI			GEN FLORIDA 08 MATCH FUND		200.00	
06/23/08	06/02/08	05292008	1201671	68981462RI	37757	5827087	HILLMAN FASTENER CORP		508.22	
06/23/08	06/02/08	05292008	1203291	68981463RI	37757	5829005	HILLMAN FASTENER CORP		79.28	
06/23/08	06/11/08	20080605	1229388	68110833RI	37757	3915005	HILLMAN FASTENER CORP		66.31	
06/23/08	05/13/08		14427ENFR5	68716625RI			WHSE ORDER		645.10	
06/23/08	05/20/08		14427EYFR5	68808820RI			WHSE ORDER		184.11	
06/23/08	06/03/08		14427FCF	69002173RI			WHSE ORDER		7,012.46	
06/23/08	06/04/08		14427FCFD	69012374RI			ACE FREIGHT		273.64	
06/23/08	06/03/08		14427FCFR5	69002174RI			WHSE ORDER		169.62	
06/23/08	06/03/08		14427FCFTX	69002176RI			WHSE ORDER - TAXABLE		50.87	
06/23/08	06/03/08		14427FCFTX	69002176RI			TAX AMOUNT ON 14427FCFTX		3.56	
06/23/08	06/04/08		14427FDF	69021174RI			WHSE ORDER		73.40	
06/23/08	06/04/08		14427FDX	69021175RI			WHSE ORDER		33.00	
06/23/08	06/05/08		14427FEF	69039200RI			WHSE ORDER		112.36	
06/23/08	06/05/08		14427FEX01	69039201RI			WHSE ORDER		66.18	
06/23/08	06/10/08		14427FKF	69096974RI			WHSE ORDER		5,899.83	
06/23/08	06/11/08		14427FKFD	69107599RI			ACE FREIGHT		235.51	
06/23/08	06/10/08		14427FKFWP	69092445RI			WHSE PAINT ORDER		85.75	
06/23/08	01/23/08		1442701238011	67142227RI			VISUAL MERCHANDISING		423.07	
06/23/08	06/10/08		14427081620CT	69080184RI			ACE REWARDS PROGRAM CHG		1,127.48	
06/23/08	11/01/07		1442711017017	6984574RI			VISUAL MERCHANDISING		401.82	
06/23/08	03/07/08		1442722020008	67757183RI			COLOR YOUR LIFE PURCHASE		514.10	
06/23/08	03/07/08		1442730010008	67757205RI			COLOR YOUR LIFE-FRT		55.53	
06/23/08	03/05/08		1442730020008	67718419RI			INTERIOR DECOR-FRT		163.01	
06/23/08	06/10/08		144278162HCFE	69080185RI			ACE REWARDS PROGRAM CHG		75.00	
06/23/08	03/05/08		1442786303008	67718407RI			INTERIOR DECOR PURCHASE		1,246.37	
06/23/08	05/21/08	14427/XJ21	6600068190	68814068RI	54194	4062010	OLDCASTLE LAWN AND GARDEN LTL PLUS		2,623.70	
06/23/08	04/30/08	XJ112117	88031039	68530171RI	30318	7910021	SMITH & HAWKEN LTL PLUS		88.80	
06/23/08	04/30/08	XJ094773	88031040	68530172RI	30318	7910022	SMITH & HAWKEN LTL PLUS		590.40	
06/23/08	04/30/08	XJ112117	88031057	68530173RI	30318	7910023	SMITH & HAWKEN LTL PLUS		1,994.40	
07/07/08	06/27/08			69344920RI			BRAND ASSESSMENT		384.62	
07/07/08	06/24/08		CRS1442708176	69270011RI			CORE RETAIL SERVICES		168.14	

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BILL TO:



CELEBRATION ACE HARDWARE
31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL

STATEMENT OF ACCOUNT FOR STORE: 14427
STATEMENT DATE 11/28/08 STATEMENT # 04048483
STATEMENT DUE DATE 12/08/08 PAGE: 10

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
07/07/08	06/24/08		CRS1442708176	69270012RI			E4W MAINTENANCE & SUPPORT		812.59	
07/07/08	06/27/08		PD14427108179	69343148RI			PAST DUE SERVICE CHARGE		690.54	
07/07/08	08/03/07		P14427215L	64716160RI			PAINTMAKER BILLING - TAXABLE		591.25	
07/07/08	08/03/07		P14427215L	64716160RI			TAX AMOUNT ON P14427215L		41.39	
07/07/08	06/17/08		14427FUF	69184856RI			WHSE ORDER		5,584.29	
07/07/08	06/18/08		14427FUD	69196841RI			ACE FREIGHT		178.76	
07/07/08	06/17/08		14427FUFWP	69180873RI			WHSE PAINT ORDER		125.84	
07/07/08	06/24/08		14427F2F	69284369RI			WHSE ORDER		2,739.66	
07/07/08	06/25/08		14427F2FD	69301833RI			ACE FREIGHT		134.65	
07/07/08	01/23/08		1442701298012	67142228RI			VISUAL MERCHANDISING		423.07	
07/07/08	06/19/08		1442708170UKL	69216120RI			ADVERTISING MTH BILLING		1,330.60	
07/07/08	06/25/08		1442708176UKJ	69291882RI			MAY MINI SIGN KIT		26.75	
07/07/08	11/01/07		1442711017018	69984575RI			VISUAL MERCHANDISING		401.92	
07/07/08	03/07/08		1442722020009	67757194RI			COLOR YOUR LIFE PURCHASE		514.10	
07/07/08	03/07/08		1442730010009	67757206RI			COLOR YOUR LIFE-FRT		55.53	
07/07/08	03/05/08		1442730020009	67718420RI			INTERIOR DECOR-FRT		163.01	
07/07/08	03/05/08		1442786303009	67718408RI			INTERIOR DECOR PURCHASE		1,246.37	
07/07/08	06/20/08	14427	4306821930	69232915RI	17783	5294005	BENJAMIN MOORE & CO		1,216.84	
07/07/08	06/20/08	14427	4306822290	69232916RI	17783	5284010	BENJAMIN MOORE & CO		50.86	
07/07/08	05/12/08	CHUCK5208	787941	68687611RI	60917	5281003	STANLEY WORKS THE304		361.20	
07/07/08	04/28/08	CHUCK	880-31138	68492293RI	30318	4232014	SMITH & HAWKEN	LTL PLUS	598.80	
07/07/08	04/28/08	ELITEORDER	880-31206	68492294RI	30318	4232046	SMITH & HAWKEN	LTL PLUS	1,188.00	
07/21/08	07/11/08			69522235RI			BRAND ASSESSMENT		384.62	
07/21/08	07/01/08	14427F	ED1444239	69373421RI	49218	3380002	GORILLA GLUE COMPANY THE		898.88	
07/21/08	07/11/08		PD14427108193	69520465RI			PAST DUE SERVICE CHARGE		582.26	
07/21/08	01/15/08		02348994SV007	67012411RI			CEN FLORIDA 08 MATCH FUND		200.00	
07/21/08	06/30/08	307	1296726	69359821RI	37757	3441098	HILLMAN FASTENER CORP		453.33	
07/21/08	06/30/08	307	1299075	69359822RI	37757	3443073	HILLMAN FASTENER CORP		102.54	
07/21/08	02/26/08		14427B4FS5	67622376RI			WHSE ORDER		21.08	
07/21/08	04/24/08		14427D2FS5	68464503RI			WHSE ORDER		21.08	
07/21/08	06/03/08		14427FCFS5	69002175RI			WHSE ORDER		2,967.12	
07/21/08	06/10/08		14427FKFS5	69096975RI			WHSE ORDER		102.99	
07/21/08	06/17/08		14427FUF55	69184857RI			WHSE ORDER		21.08	
07/21/08	06/24/08		14427F2FS5	69284370RI			WHSE ORDER		95.05	
07/21/08	07/01/08		14427GAF	69378455RI			WHSE ORDER		9,040.36	
07/21/08	07/02/08		14427GAFD	69389841RI			ACE FREIGHT		265.45	
07/21/08	07/01/08		14427GAFS5	69378456RI			WHSE ORDER		206.98	
07/21/08	07/01/08		14427GAFWP	69374569RI			WHSE PAINT ORDER		433.89	

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31 BLAKE BLVD

ACE HARDWARE CORPORATION
2200 KENSINGTON COURT
OAK BROOK, IL 60523-2100 (630)990-6600

STATEMENT OF ACCOUNT FOR STORE: 14427

STATEMENT DATE 11/28/08 STATEMENT # 04048483

STATEMENT DUE DATE 12/08/08 PAGE: 11

STORE LOCATION:

14427
CELEBRATION ACE HARDWARE
31 BLAKE BLVD

CELEBRATION FL
34747

PAYMENT DUE DATE	PROCESSED DATE	PURCHASE ORDER NUMBER	INVOICE NUMBER	ACE DOCUMENT NUMBER	VENDOR NUMBER	MICRO INDEX NUMBER	VENDOR NAME OR DESCRIPTION	*	CHARGES AND CREDITS	COMMENTS
07/21/08	07/10/08		14427GKF	69507050RI			WHSE ORDER		122.77	
07/21/08	07/11/08		14427GKFD	69513436RI			ACE FREIGHT		13.56	
07/21/08	07/11/08		14427GLF	69519721RI			WHSE ORDER		9,177.63	
07/21/08	07/11/08		14427GLFS5	69519722RI			WHSE ORDER		70.36	
07/21/08	07/11/08		14427GLFWP	69517224RI			WHSE PAINT ORDER		165.75	
07/21/08	01/23/08		1442701238013	67142229RI			VISUAL MERCHANDISING		423.07	
07/21/08	07/08/08		14427081900CT	69451013RI			ACE REWARDS PROGRAM CHG		283.21	
07/21/08	11/01/07		1442711017019	65984576RI			VISUAL MERCHANDISING		401.92	
07/21/08	03/07/08		1442722020010	67757195RI			COLOR YOUR LIFE PURCHASE		514.10	
07/21/08	03/07/08		1442730010010	67757207RI			COLOR YOUR LIFE-FRT		55.53	
07/21/08	03/05/08		1442730020010	67718421RI			INTERIOR DECOR-FRT		163.01	
07/21/08	07/08/08		144276190HCFE	69451014RI			ACE REWARDS PROGRAM CHG		75.00	
07/21/08	03/05/08		1442786303010	67718409RI			INTERIOR DECOR PURCHASE		1,246.37	
07/21/08	06/11/08	14427-4170	1630024440	69110834RI	21568	3772002	FREUDENBERG HOUSEHOLD PRODUCTS		303.26	
08/04/08	03/18/08			67894491RI			GRAND OPENING		1,266.94	
08/04/08	03/18/08			67894492RI			GRAND OPENING		1,850.00	
08/04/08	07/25/08			69720455RI			BRAND ASSESSMENT		384.62	
08/04/08	07/22/08		CRS1442708204	69646780RI			CORE RETAIL SERVICES		168.14	
08/04/08	07/22/08		CRS1442708204	69646781RI			E4W MAINTENANCE & SUPPORT		812.59	
08/04/08	07/25/08		PD14427108207	69718710RI			PAST DUE SERVICE CHARGE		715.76	
08/04/08	03/21/08		00340194DM	67957665RI			TO REBILL LEAKTITE INVOIC		4,477.33	
08/04/08	02/28/08	P14427	00340637	67659901RI	50580	5638001	LEAKTITE CORPORATION		636.48	
08/04/08	07/22/08	JTM	107714	69654626RI	38866	3310004	EXCELL PRODUCTS - TAXABLE		173.04	
08/04/08	07/22/08	JTM	107714	69654626RI	38866	3310004	TAX AMOUNT ON 107714		12.11	
08/04/08	03/25/08		14427C3F	68013047RI			WHSE ORDER		7,634.96	
08/04/08	04/01/08		14427DAF	68111228RI			WHSE ORDER		17,167.14	
08/04/08	07/12/08		14427GLFD	69522719RI			ACE FREIGHT		271.88	
08/04/08	07/15/08		14427GRF	69562328RI			WHSE ORDER		6,382.20	
08/04/08	07/16/08		14427GRFD	69573918RI			ACE FREIGHT		252.77	
08/04/08	07/15/08		14427GRFS5	69562329RI			WHSE ORDER		624.28	
08/04/08	07/15/08		14427GRFWP	69556825RI			WHSE PAINT ORDER		284.28	
08/04/08	07/22/08		14427GOF	69660307RI			WHSE ORDER		5,815.40	
08/04/08	07/23/08		14427GOFD	69676997RI			ACE FREIGHT		200.78	
08/04/08	07/22/08		14427GOFWP	69655741RI			WHSE PAINT ORDER		707.53	
08/04/08	01/23/08		1442701238014	67142230RI			VISUAL MERCHANDISING		423.07	
08/04/08	02/20/08		1442708051UMW	67519317RI			PRINT TOOL BOX CHG		267.50	
08/04/08	07/17/08		1442708198UKL	69591476RI			ADVERTISING MTH BILLING		1,343.80	
08/04/08	11/01/07		1442711017020	65984577RI			VISUAL MERCHANDISING		401.92	

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* INDICATES FIRST TIME BILLING APPEARS ON STATEMENT

EXHIBIT 2

**UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

ACE HARDWARE CORPORATION,)	
)	
Plaintiff,)	Case No. 09 CV 66
)	
v.)	
)	
CELEBRATION ACE HARDWARE, LLC,)	
SHERI DEVITO, DAVID MICALE,)	
CAROL MICALE, DEANNA BENETTI,)	
MATTHEW BENETTI and the DEVITO)	
REVOCABLE TRUST)	
)	
Defendants.)	

DECLARATION OF DAVID FISH

Pursuant to 28 USC §1746, I swear under penalty of perjury that the following information is true:

1. My name is David Fish; I am over the age of twenty one and I am competent to make this Declaration and have personal knowledge of the matters set forth herein.
2. I have been licensed to practice law since 1999 and am the principal of The Fish Law Firm, P.C. and I am also Of Counsel to The Collins Law Firm, P.C. and have either been employed by or served as Of Counsel to The Collins Law Firm P.C. since October 2001. I oversee the billing with respect to the Plaintiff.
3. I am a member of the Trial Bar of the Northern District of Illinois, Eastern Division.
4. Plaintiff is seeking an award of \$3,747.59 in attorney's fees and costs. There has actually been in excess of \$9,000.00 charged to Plaintiff for this lawsuit, but to be conservative Plaintiff is not including certain fees and costs which are only attributable to matters relating to the other defendants against whom default is not being sought.

5. The fees charged to Plaintiff for David Fish in this matter are \$225 per hour. This amount is actually substantially less than the ordinary and customary rate charged to other clients on whose behalf David Fish performs legal work. In addition, this amount is less than the market rate for comparable legal services performed in the Chicago suburban legal market.
6. The fees and costs sought herein have actually been billed to Plaintiff and have been paid by Plaintiff. The work performed has been necessary and customary to obtain the relief sought.
7. Plaintiff seeks to recover for the following billing entries all of which are recorded contemporaneously with the work while it is being performed and are kept in the ordinary course of business:¹

<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Total</u>
12/5/2008	Meeting with [Ace in-house counsel]; brief review of documents/ [review of legal issue]	2.25	\$506.25
12/8/2008	Review documents; strategy meeting re: lawsuit	2.25	\$506.25
12/10/2008	Drafting of complaint; further review of documents	4.75	\$1,068.75

¹ Where brackets are used, identifying information was modified either to provide the Court with context (i.e., a position rather than a name) or to redact potentially privileged matters.

12/12/2008	Finalize complaint	1.50	\$337.50
12/21/2008	Westlaw research re: [legal issue]; analyze changes needs for complaint.	.60	\$135.00
3/3/2009	Prepare for and attend court; arrange for filing of motion for default judgment	2.75	\$618.75
3/5/2008	Correspondence; work on obtaining default	.75	\$168.75
Cost	Westlaw research		\$56.34
	Filing Fee		\$350.00
<u>Total</u>			<u>\$3,747.59</u>

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 21, 2009



David J. Fish